

STATE OF ALABAMA
ALABAMA SECURITIES COMMISSION

IN THE MATTER OF:

PREMIERE ASSET MANAGEMENT INC
DOMINION ENTREPRISE LLC
GERALD LAWLER
NICOLA LAWLER
CLAUDE LEE COLLINS SR
MARIAM A. WILLIAMS

RESPONDENTS

ADMINISTRATIVE ORDER

NO. CD-2015-0010

CEASE AND DESIST ORDER

The Alabama Securities Commission ("Commission"), having the authority to administer and provide for the enforcement of all provisions of Title 8, Chapter 6, Code of Alabama 1975, the Alabama Securities Act ("Act"), upon due consideration of the subject matter hereof, and having confirmed information of the offers for sale and/or sale of securities into, within or from the state of Alabama, has determined as follows:

RESPONDENTS

1. **PREMIERE ASSET MANAGEMENT INC ("PREMIERE")** was formed as an Alabama domestic corporation on March 14, 2012, with a principal business address of 221 Long Street, Talladega, Alabama 35160. **PREMIERE** was also incorporated in the state of Florida on February 11, 2014 with a principal business address of 8362 Pines Boulevard, Suite #178, Pembroke Pines, Florida 33025.

2. **DOMINION ENTREPRISE LLC ("DOMINION")** has an address of 317 Eagerton Road, Montgomery, Alabama 36116. This is no evidence that **DOMINION** has ever been incorporated in Alabama or any other state.

3. **GERALD LAWLER ("G. LAWLER")** is the President and Managing Member of **PREMIERE** in Alabama with a principal business address of 221 Long Street, Talladega, Alabama 35160. **LAWLER** is also listed as President of **PREMIERE** in the state of Florida with a principal business address of 8362 Pines Boulevard, Suite #178, Pembroke Pines, Florida 33025.

4. **NICOLA LAWLER ("N. LAWLER")** is a Vice President of **PREMIERE** in Alabama with a principal business address of 221 Long Street, Talladega, Alabama 35160.

5. **CLAUDE LEE COLLINS SR ("COLLINS")** is a Vice President of **PREMIERE** in Alabama with a principal business address of 221 Long Street, Talladega, Alabama 35160. **COLLINS** is also the Vice President of **PREMIERE** in the state of Florida with a principal business address of 8362 Pines Boulevard, Suite #178, Pembroke Pines, Florida 33025. **COLLINS** is also the owner of **DOMINION**.

6. **MARIAM A. WILLIAMS ("WILLIAMS")** is the Secretary of **PREMIERE** in Alabama with a principal business address of 221 Long Street, Talladega, Alabama 35160. **WILLIAMS** is also the Managing Director of **PREMIERE** in the state of Florida with a principal business address of 8362 Pines Boulevard, Suite #178, Pembroke Pines, Florida 33025.

STATEMENT OF FACTS

7. In April 2012, **PREMIERE** and **DOMINION** entered into a Profit Sharing Agreement ("Agreement") with a Minnesota resident for the purpose of sharing the revenue or profit from the offer or sale of bank instruments such as Stand By Letters of Credit ("SBLC"). The Agreement stated that **PREMIERE**, **DOMINION** and the Minnesota resident were executing the Agreement "for High Yield Investment programs, Monetization or other financial opportunities.

8. On April 16, 2012, **G. LAWLER** sent an e-mail communication to the Minnesota resident containing an attached document. The attached document was a copy of a Business License issued by the City of Talladega for **PREMIERE**. This document identified **PREMIERE** as a "Securities Brokerage."

9. On April 26, 2012, **G. LAWLER** sent an e-mail communication to the Minnesota resident representing that **PREMIERE** was ready to broker a deal for an SBLC for an Alabama company.

10. On September 24, 2012, an attorney, representing **G. LAWLER**, sent a letter to the Minnesota resident stating that **G. LAWLER** and **PREMIERE** wanted to broker a deal for a Bank Guarantee on behalf of another company.

11. On September 24, 2012, **COLLINS** sent an e-mail to the Minnesota resident stating that **G. LAWLER** "has a real deal on the table that we can get paid on...As you know there is a lot of money to be made with this \$100B BG."

12. On March 26, 2014, **PREMIERE** entered into an "Asset Management Agreement" ("Agreement") with a Massachusetts investor. The Agreement represented that if the investor provided funds to **PREMIERE** in the amount of \$100,000.00, **PREMIERE** would use the funds "for purchase, sell and/or loan of banking instruments or securities and/or etc." The Agreement represented that in return for the investment, **PREMIERE** would pay the investor "a tender cash credit and leverage of \$200,000.00." The Agreement further stated that "this payment will be disbursed non-recourse within 2 to 5 banking days of Final Clearance, Authentication and Settlement of funding assets as agreed, with \$100,000.00 to be forwarded within 24 hours but no later than 3 days of signing this agreement." The Agreement was signed by the investor and **WILLIAMS**. **WILLIAMS'** title on the Agreement is Asset Management Director. The Agreement listed **PREMIERE's** address as 8362 Pines Boulevard, Suite #178, Pembroke Pines, Florida 33025. The Agreement listed **PREMIERE's** website as www.premiereassetmanagement.net.

13. On April 17, 2014, **PREMIERE** entered into an "Asset Management Agreement Tranche II" ("Agreement 2") with the Massachusetts investor. Agreement 2 represented that if the investor provided funds to **PREMIERE** in the amount of \$145,000.00, **PREMIERE** would use the funds "for purchase, sell and/or loan of banking instruments or securities and/or etc." Agreement 2 represented that in return for the investment, **PREMIERE** would pay the investor "a tender cash credit and leverage of \$290,000.00." Agreement 2 further stated that "this payment will be disbursed non-recourse within 2 to 14 banking days of Final Clearance, Authentication and Settlement of funding assets as agreed, with \$145,000.00 which is currently held by **PREMIERE** as requested by and fbo" the investor. Agreement 2 was signed by the investor and **WILLIAMS**. **WILLIAMS'** title on Agreement 2 is Asset Management Director. The Agreement listed **PREMIERE's** address as 8362 Pines Boulevard, Suite #178, Pembroke Pines, Florida 33025. The Agreement listed **PREMIERE's** website as www.premiereassetmanagement.net.

14. The **PREMIERE** website states the following: "Premiere Asset Management provides professional, full-time investment management services for a wide variety of clients. Our firm focuses on the task of producing meaningful investment returns over time while simultaneously managing the risk of significant declines along the way. This flexible approach to investment management has demonstrated significant advantages over less flexible strategies, with a well-documented history of higher returns over our history with significantly less risk along the way. Contact us today to get started."

15. The **PREMIERE** website states that **WILLIAMS** is employed as an Investment Advisor Managing Director. It further states that **WILLIAMS** "is a diligent, equipped and reliable employee who is also a FINRA Registered Representative with Series 63, 6 and 7 designations." However, according to the FINRA Central Depository Registration system ("CRD"), **WILLIAMS** voluntarily terminated all her securities registrations on October 22, 2012.

16. On March 28, 2014, the Massachusetts investor wired \$100,000 to a Regions Bank account in the name of **PREMIERE**. The address for this bank account is 221 Long Street, Talladega, Alabama 35160. The authorized signators on this account are **G. LAWLER** and **N. LAWLER**.

17. On April 17, 2014, the Massachusetts investor received \$55,000 in a wire transfer from the **PREMIERE** Regions Bank account.

18. As of the date of this Order, the Massachusetts investor has not received any additional funds from **PREMIERE** as was represented in Agreement and Agreement 2.

19. On May 20, 2015, a review of the Commission's registration files disclosed no record of registration for **PREMIERE, DOMINION, G. LAWLER, N. LAWLER, or COLLINS** as a broker dealer, broker dealer agent, investment advisor, or restricted agent in the state of Alabama. **WILLIAMS** was previously registered in Alabama as a broker dealer agent from January 3, 2007 through June 2, 2008 and from June 24, 2008 through October 22, 2012. However, **WILLIAMS** is not currently, nor was she at the time of the transaction with the Massachusetts investor, registered as a broker dealer, broker dealer agent, investment advisor or restricted agent in the state of Alabama.

20. On May 20, 2015, a review of the Commission's registration files disclosed no current filing for securities registration/exemption for **PREMIERE** or **DOMINION**.

21. On July 2, 2001, **G. LAWLER** and **N. LAWLER** voluntarily filed for Chapter 13 bankruptcy in the U.S. Bankruptcy Court, Middle District of Alabama. The bankruptcy was dismissed on September 13, 2005.

CONCLUSIONS OF LAW

22. Pursuant to Section 8-6-2(10), Code of Alabama 1975, the definition of security includes any "investment contract." **RESPONDENTS** solicited an investment of money

in **PREMIERE** and **DOMINION** while promising an investment return to be derived from **RESPONDENTS'** efforts. The solicited investment is an "investment contract" and therefore a security as defined in the Act.

23. Section 8-6-2(5) Code of Alabama 1975 defines an issuer as "every person who proposes to issue, has issued, or shall hereafter issue any security." Section 8-6-2(7) Code of Alabama 1975 defines person to include "a corporation created under the laws of this state or any other state." **PREMIERE** and **DOMINION** are issuers as defined in the Act.

24. Section 8-6-2(2) Code of Alabama 1975 defines an agent as any individual other than a dealer who represents a dealer or issuer in effecting or attempting to effect sales of securities. A partner, officer or director of a dealer or issuer is an agent if he otherwise comes within the definition. **G. LAWLER, N. LAWLER, COLLINS** and **WILLIAMS**, by soliciting investors to purchase investment contracts in **PREMIERE** and **DOMINION**, acted as Agents as defined in the Act.

25. Pursuant to Section 8-6-3(a), Code of Alabama 1975, it is unlawful for any person to transact business in the state as a dealer or agent for securities unless they are registered under the ACT. By offering or selling the investment contracts of **PREMIERE** and **DOMINION** to investors, **G. LAWLER, N. LAWLER, COLLINS** and **WILLIAMS** acted as agents of **PREMIERE** and **DOMINON** while not being registered with the Commission in violation of the Act.

26. Pursuant to Section 8-6-4, Code of Alabama, 1975, it is unlawful for any person to offer or sell any security in this state unless said security: (1) is registered under the Act; (2) the security is exempt from registration under section 8-6-10; or (3) the transaction is exempt under section 8-6-11. The investment contracts offered or sold by **RESPONDENTS** were neither registered nor subject to a perfected exemption from registration in Alabama and were offered or sold in violation of the Act.

27. Pursuant to Section 8-6-17(a)(2), Code of Alabama, 1975, it is unlawful to make any untrue statement of material fact or to omit to state a material fact necessary in order to make the statements made, in the light of the circumstances under which they are made, not misleading. **RESPONDENTS** made representations of high investment returns without any factual basis upon which to base such representations. The prospective amount of investment return is material to an investor. Therefore, the misrepresentations were made in violation of the Act.

28. Pursuant to Section 8-6-17(a)(2), Code of Alabama, 1975, it is unlawful to make any untrue statement of material fact or to omit to state a material fact necessary in order to make the statements made, in the light of the circumstances under which they are made, not misleading. **RESPONDENTS** omitted to tell investors that neither the agents nor the securities were registered. The registration status, and thus legality, of an offered security is material to an investor. Therefore, the omissions were made in violation of the Act.

29. Pursuant to Section 8-6-17(a)(2), Code of Alabama, 1975, it is unlawful to make any untrue statement of material fact or to omit to state a material fact necessary in order to make the statements made, in the light of the circumstances under which they are made, not misleading. **G. LAWLER** and **N. LAWLER** omitted to tell investors that they had filed for Chapter 13 bankruptcy in 2001. The fact that a dealer or agent has filed for bankruptcy is material to an investor. Therefore, the omissions were made in violation of the ACT.

This Order is appropriate in the public interest for the protection of investors and consistent with the purposes of the Alabama Securities Act.

This Order does not prevent the Commission from seeking such other civil or criminal remedies that may be available to it under the Alabama Securities Act.

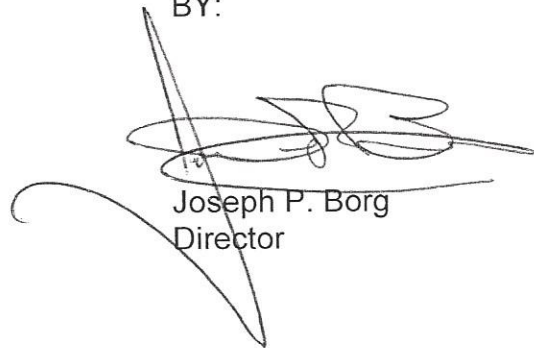
Additionally, if the allegations set forth herein are found to be true, through either administrative adjudication, failure of the **RESPONDENTS** to make a timely request for hearing, or default of the **RESPONDENTS**, it is the intention of the Commission to impose sanctions upon the **RESPONDENTS**. Such sanctions may include, inter alia, an administrative assessment imposed on **RESPONDENTS**, an additional administrative assessment for investigative costs arising from the investigation of the violation(s) described herein against **RESPONDENTS**, and a permanent order to bar **RESPONDENTS** from participation in any securities related industry in the state of Alabama.

ACCORDINGLY, IT IS HEREBY ORDERED that **RESPONDENTS** immediately **CEASE AND DESIST** from further offers or sales of any security into, within or from the state of Alabama.

Entered at Montgomery, AL, this 10th day of June, 2015.



ALABAMA SECURITIES COMMISSION
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BY:



Joseph P. Borg
Director